

ISSUE  
02

ULTIMATE COMICS™

X-MEN®



MARVEL

[WWW.MARVEL.COM](http://WWW.MARVEL.COM)

SPENCER  
MEDINA  
VLASCO  
GRACIA

©2011 Marvel Characters, Inc. All rights reserved.

[WWW.MARVEL.COM](http://WWW.MARVEL.COM)

LIVING IN A WORLD WHERE MUTANTS ARE HATED AND FEARED MORE THAN EVER, ONE GROUP OF YOUNG HEROES HAS BANDED TOGETHER TO FIGHT BACK.

ULTIMATE COMICS

# X-MEN



## PREVIOUSLY:

After the revelation that the U.S. government was responsible for the creation of the x-gene, the world reacts violently. With riots breaking out across the country, the remaining X-Men have gone on the run. In New York, Kitty Pryde a.k.a. The Shroud, Bobby Drake a.k.a. Iceman, and Johnny Storm a.k.a. The Human Torch go into hiding, while Wolverine's son, Jimmy Hudson, goes on a journey to discover the truth about his father.

Meanwhile in Washington D.C., Nick Fury (head of S.H.I.E.L.D) and the President of the United States are debating the mutant situation, when Quicksilver suddenly appears, offering his services. Back in New York, the former X-Man known as Rogue is caught by mutant-hunting robots. Seeing their old friend in trouble, Kitty, Bobby and Johnny realize they have no choice but to leap into action...

**NICK SPENCER**  
WRITER

**PACO MEDINA**  
ARTIST

**JUAN VLASCO**  
INKER

**MARTE GRACIA**  
COLORIST

**VC'S JOE SABINO**  
LETTERING & PRODUCTION

**KAARE ANDREWS**  
COVER

**JON MOISAN**  
ASSISTANT EDITOR

**SANA AMANAT**  
ASSOCIATE EDITOR

**MARK PANICCI**  
EDITOR

**AXEL ALONSO**  
EDITOR IN CHIEF

**JOE QUESADA**  
CHIEF CREATIVE OFFICER

**DAN BUCKLEY**  
PUBLISHER

**ALAN FINE**  
EXECUTIVE PRODUCER

Professor Xavier was always trying to come up with new catchphrases, different things to call mutants.

I mean, that's all the X-Men ever really were. A marketing initiative. A chance to sell the idea that mutants could be good for humanity, that we could be heroes.

And how do you market something without a slogan, right?

So you get "Homo Superior" and "The Children of The Atom."

Or his personal favorite...

"The Tomorrow People."

Sounds great on loop, doesn't it?

It sent a message that we were the future. We represented progress, evolutionary and otherwise. We were what comes next.

Tomorrow will never be today.

And you know, that's especially troublesome for some of us--

--and the fact that he never saw it really tells you all you ever needed to know about the Professor.

Since today is the last of what we'll get.

There he is, sir--





UNION SQUARE PARK. NEW YORK CITY.

MUTANT IDENTIFIED.  
MARIAN CARLYLE.





THE HUMAN TORCH

That's  
really not a  
good idea.

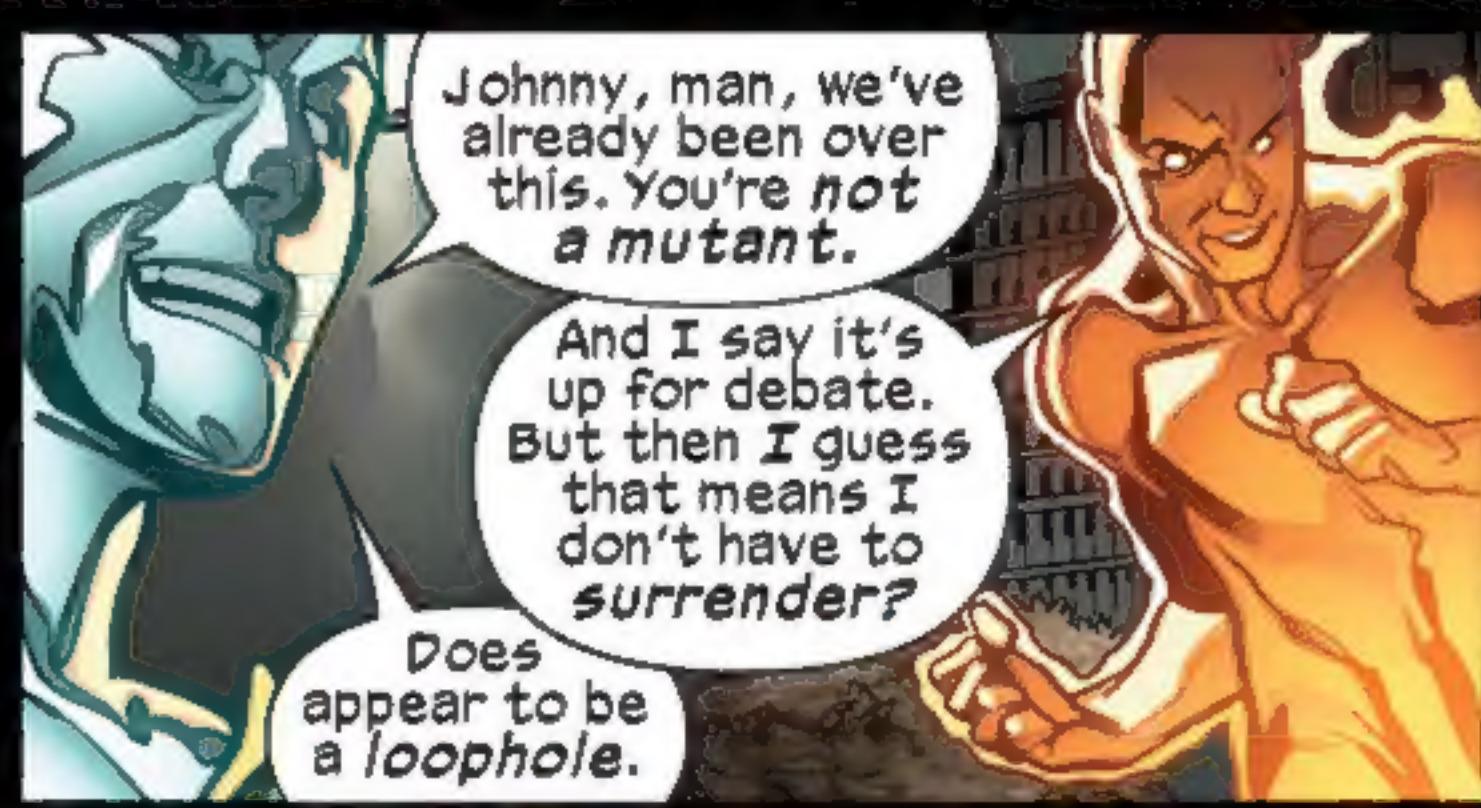
Stop  
bragging.

Told  
you she was  
hot.

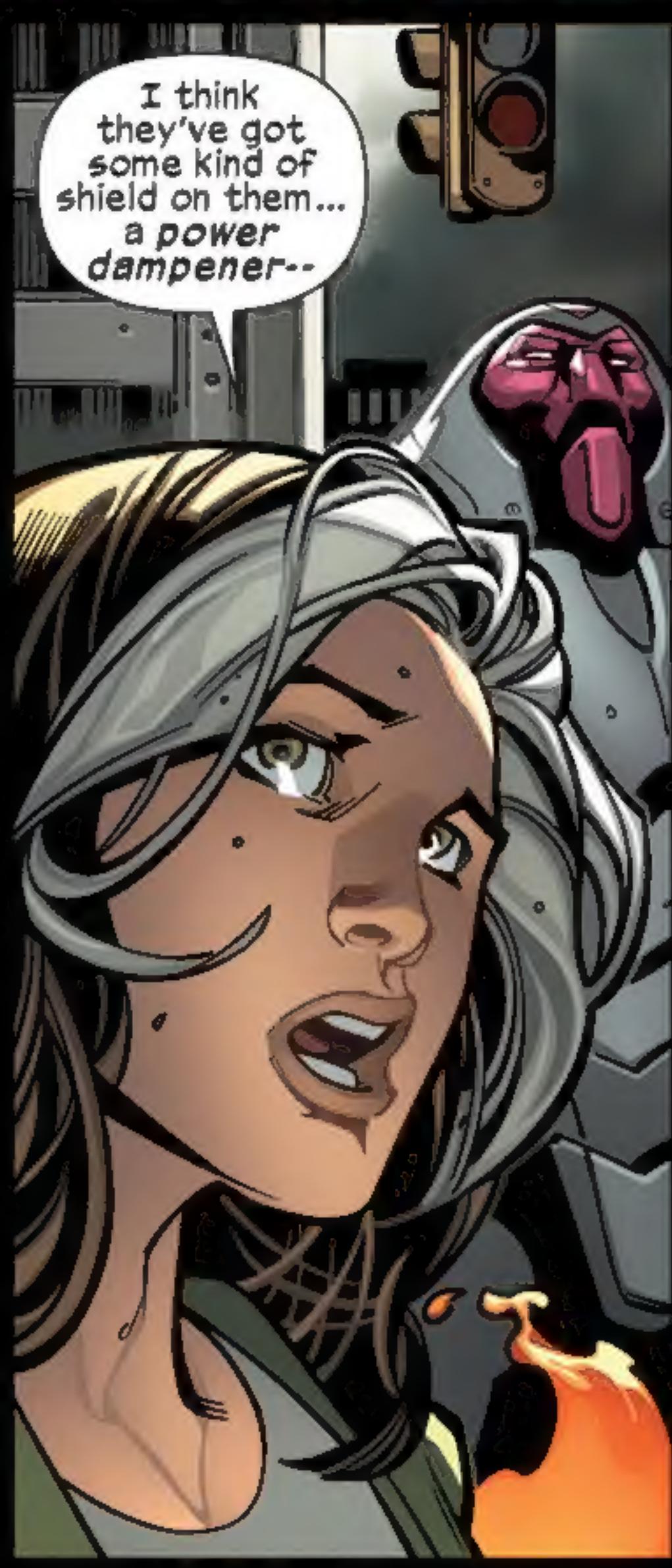
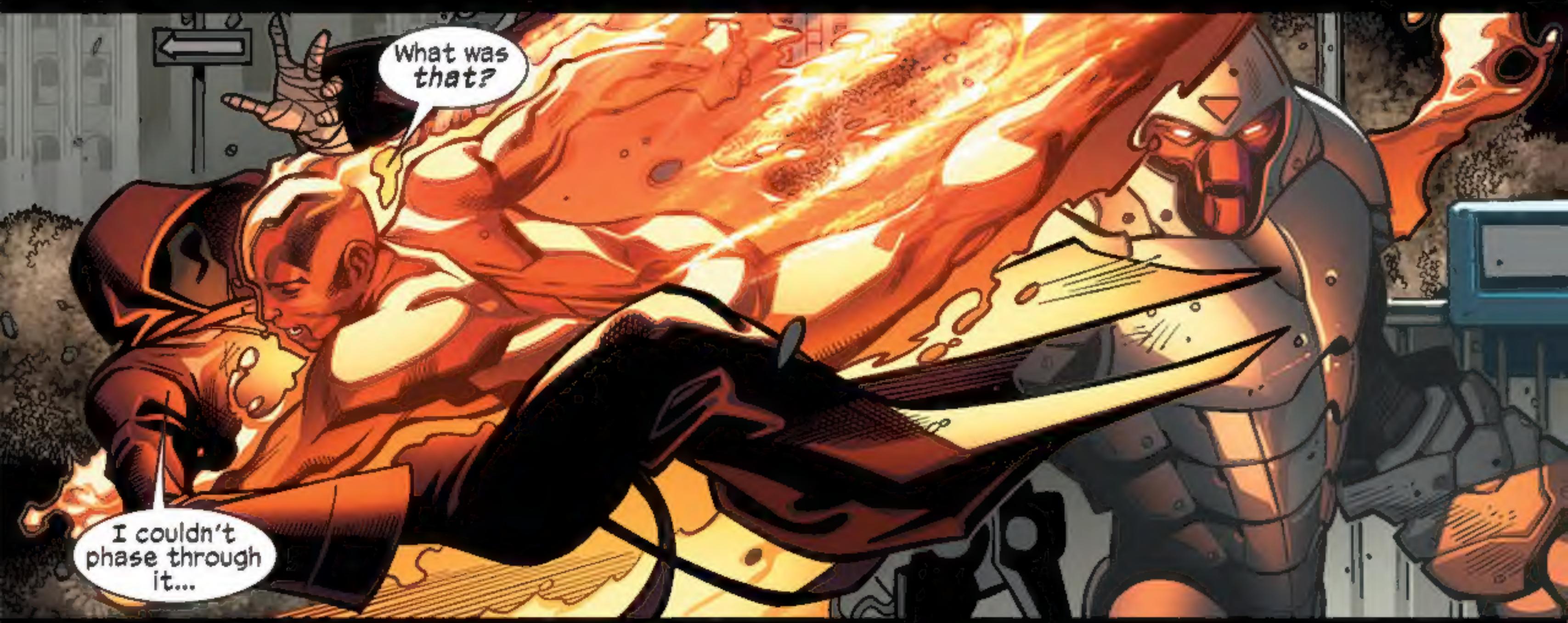
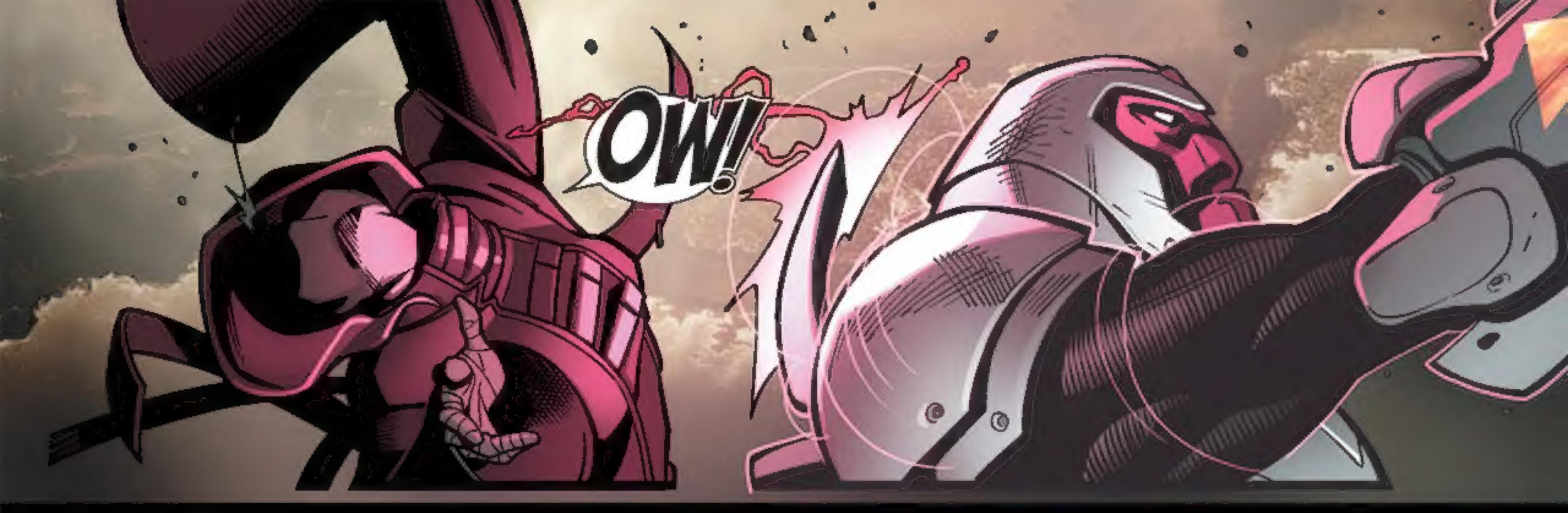
Rogue, you  
all right?

THE SHROUD

ICEMAN







Let's see them dampen this.

Time to impress the pretty Southern lady.

Just a nice night in the park, only about sixteen mil worth of property damage to answer for. Not a lot of room for improvement there.

I say we all call it a win and go--

There, see--? No more weirdly angry-faced droid-things.

**POW!**

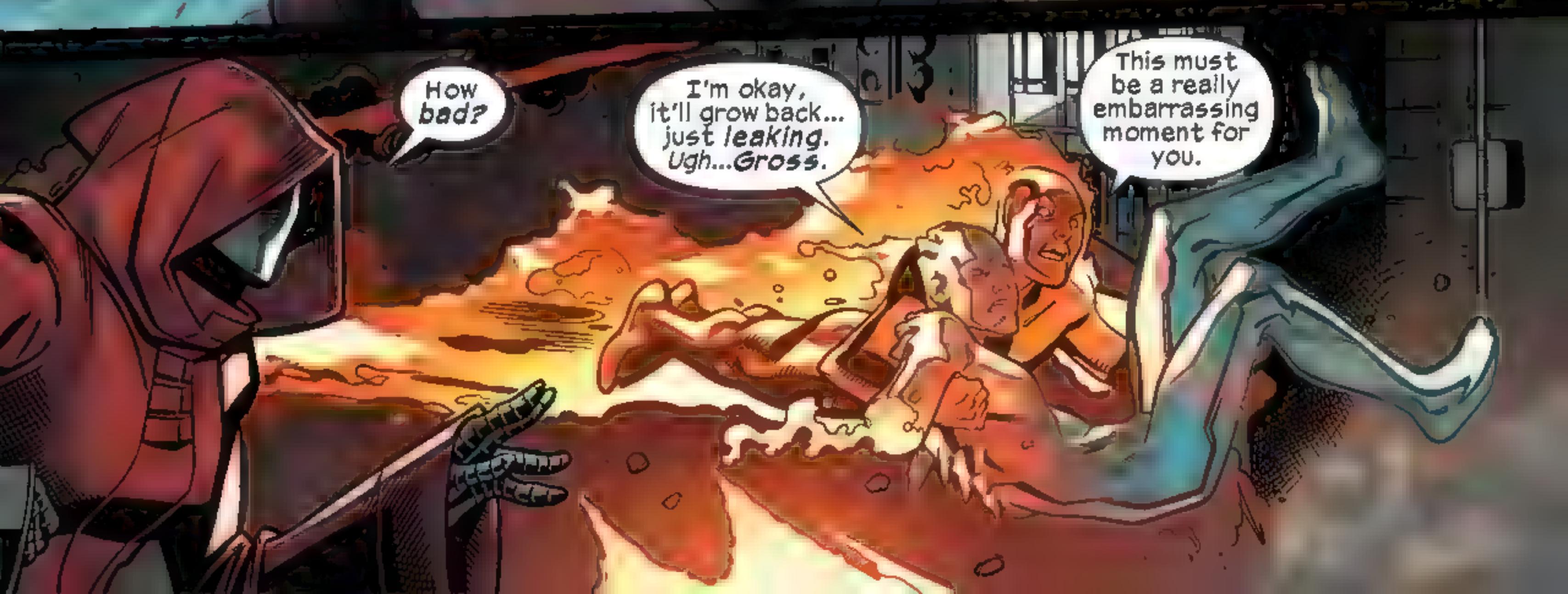
NIMROD MODEL SENTINEL  
OPERATIONAL CAPACITY  
CHECK: 98 PERCENT.

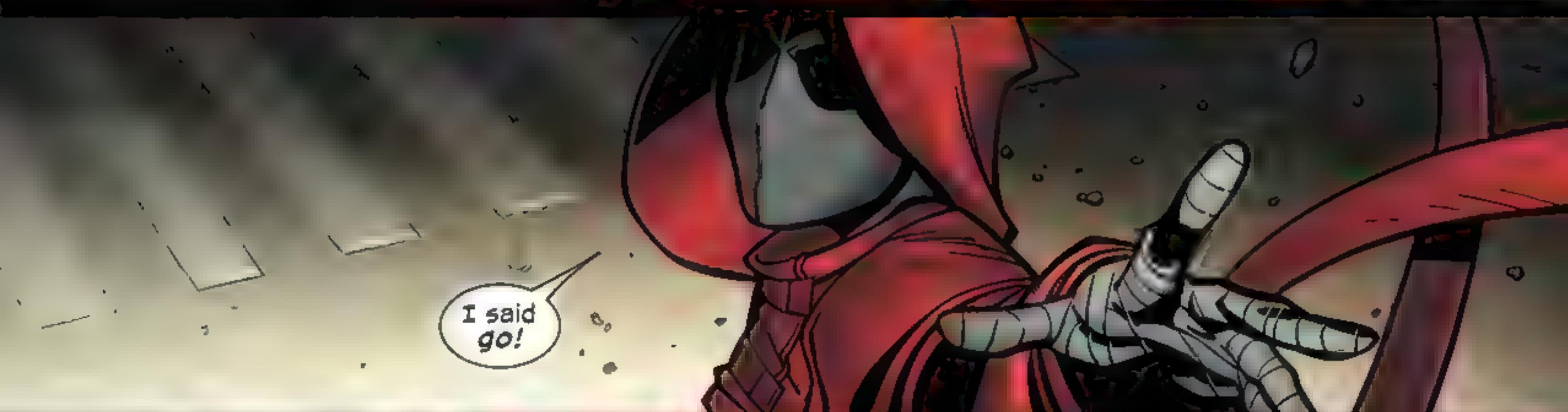
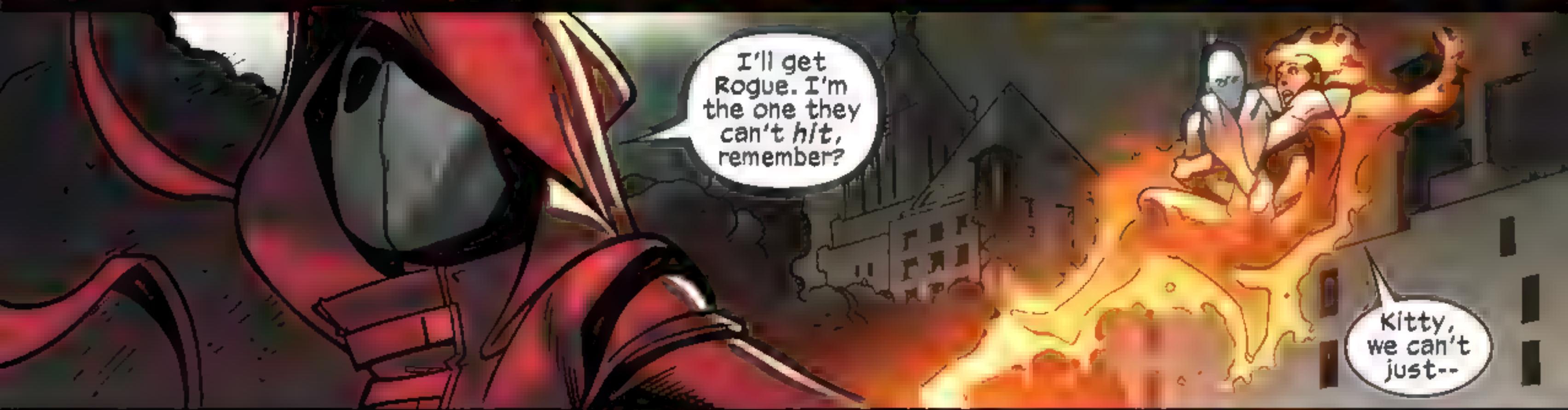


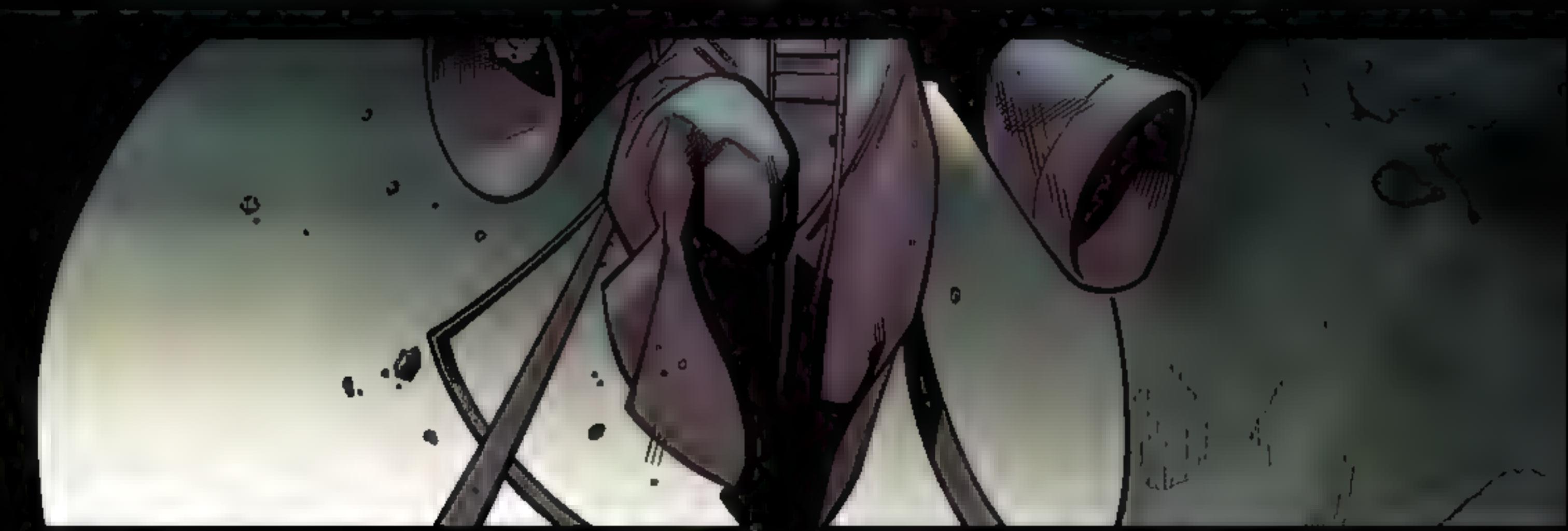
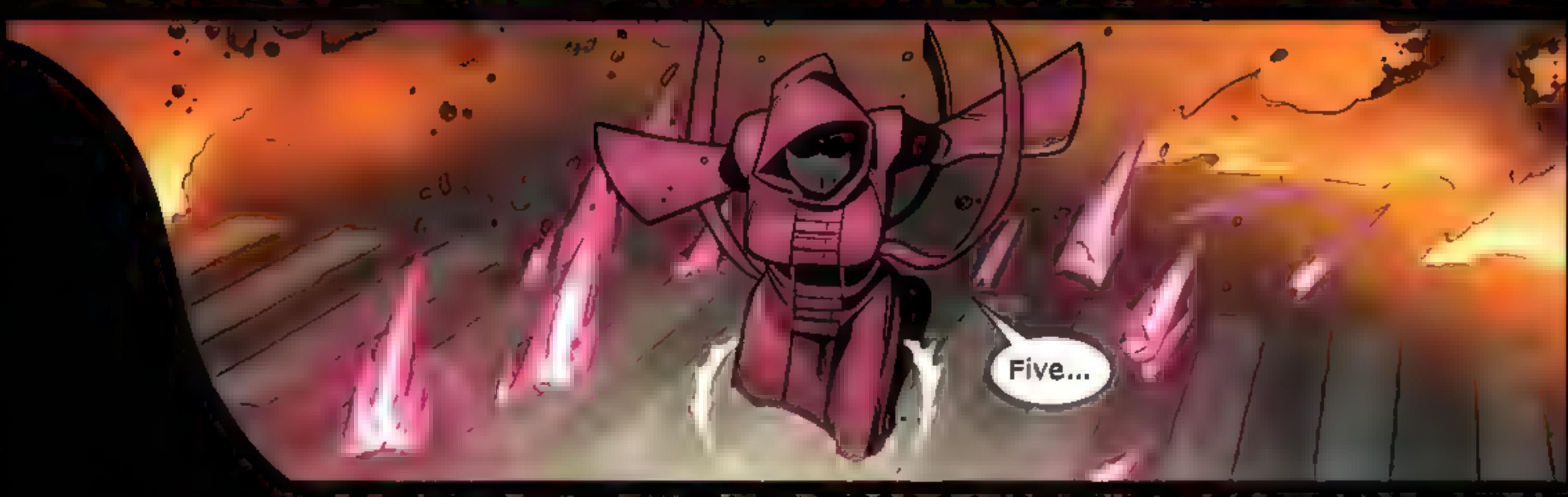
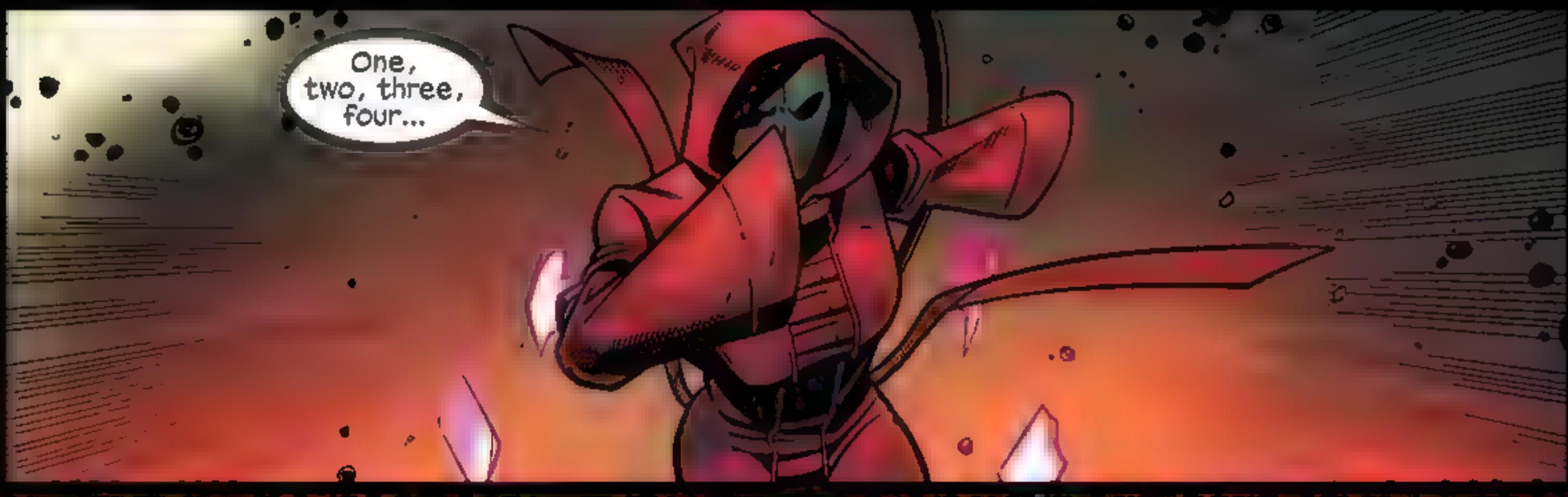


You know, the thing is--I get why you guys would have a problem with her... I mean, she dumped me for some dude who was like *thirty*. And he had a lame accent.

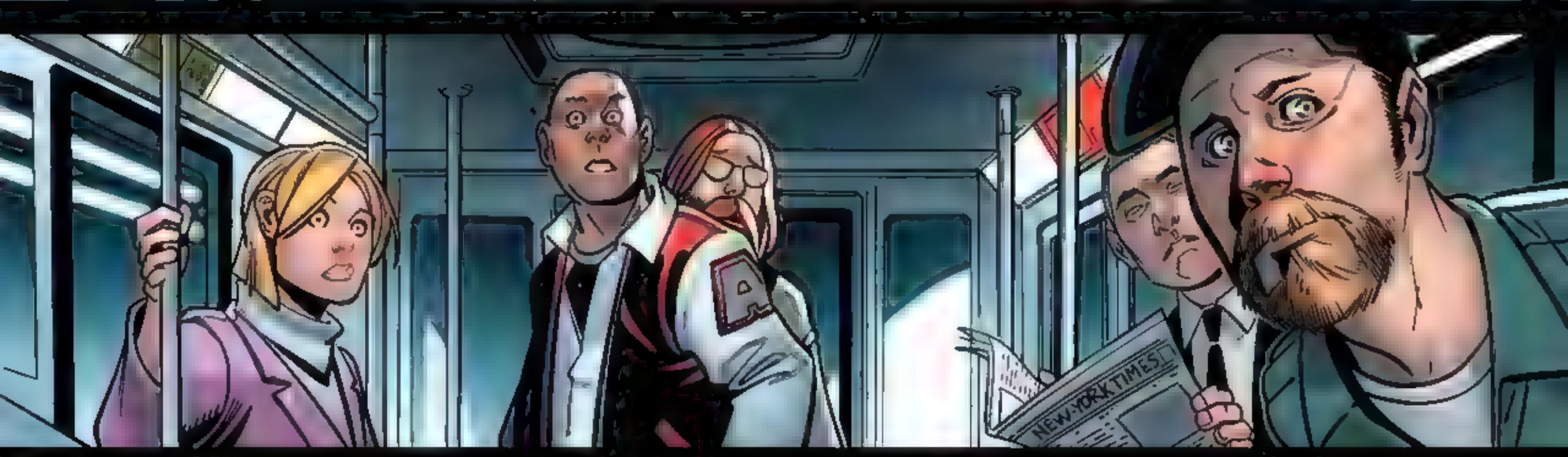
But if I can grow and move past it, then so can--



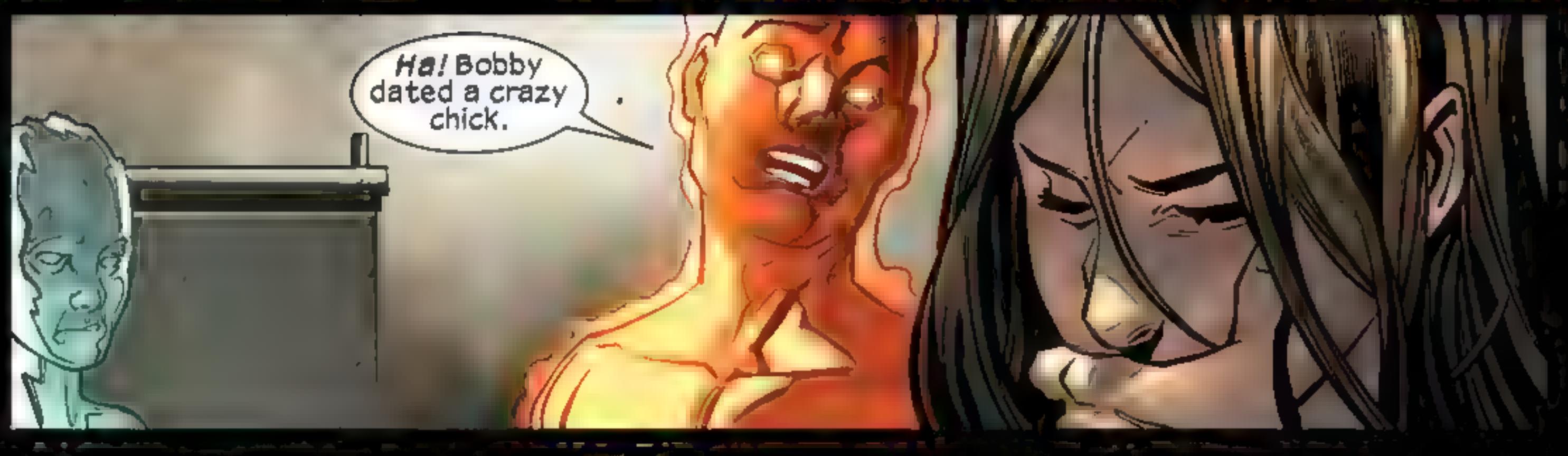
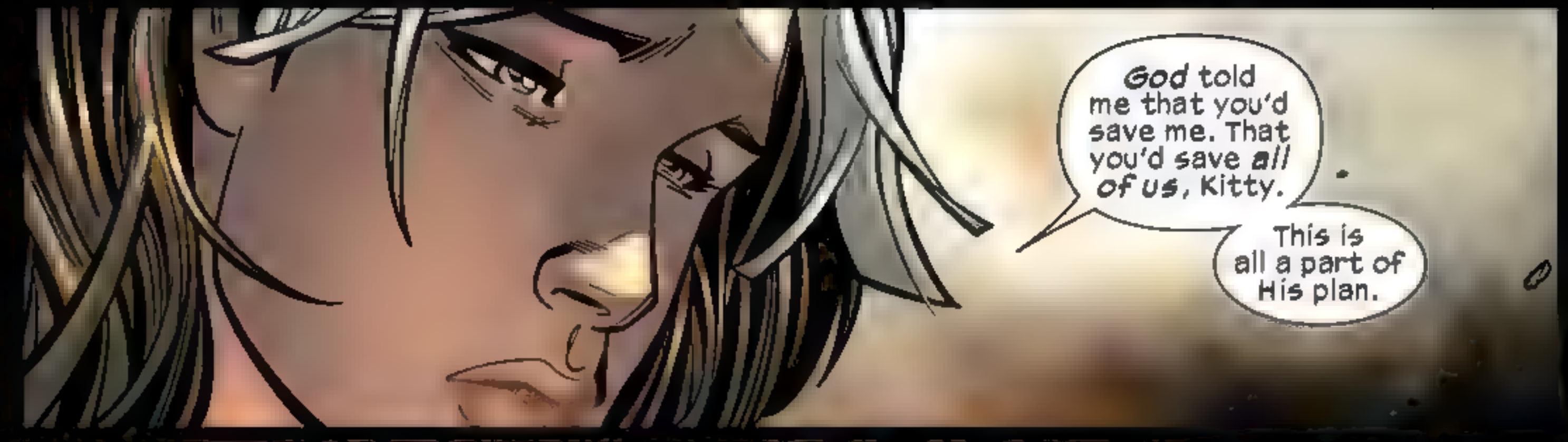












## NEW YORK, UPPER WEST SIDE

Elise Cartwright was always a little too much of a workaholic. A corporate lawyer--she never got married, never had any kids. But she liked life on her own, and she liked what she did.

She kept a small apartment in the city for the nights when work kept her out late enough to miss the last train back to New Jersey.

When Manhattan was flooded, she couldn't get back into the place for weeks. There were all these worries about the structural safety of the building, and the electrical work.

When she finally did get back in, she found two orphaned mutants, age fourteen, squatting, scared out of their minds. They'd been hiding in a crawlspace, only coming out in the middle of the night.

What should've been a quick call to the authorities became a cause for Elise.

She took the children in...and then came more. Nine in total!--all mutants, all with nowhere to go after Magneto's attack.

So she gave them a place to sleep, kept them fed, and took a couple hours off work each day, playing mother and schoolteacher to them.

She didn't worry too much about the government finding them. She had money, after all, and she was smart.

She should've been worried about other things.

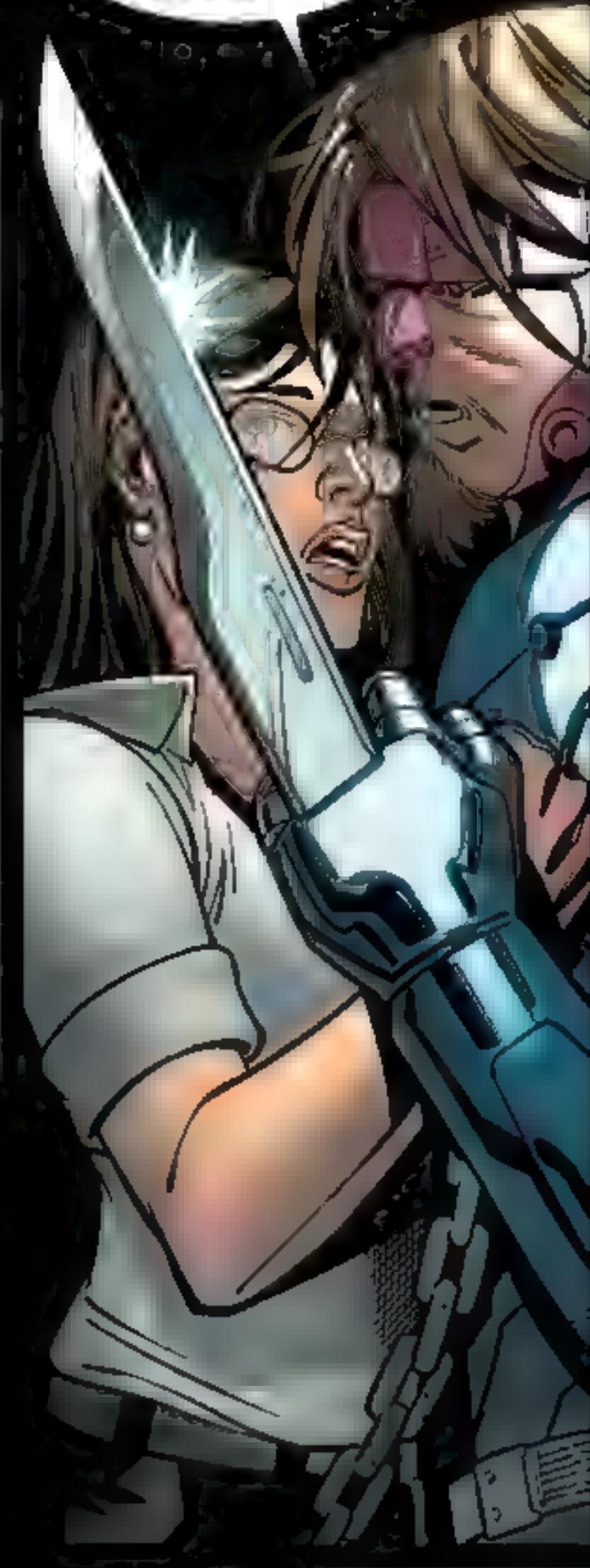
I--I know who you are.



I guess this is your thing, then? Hunting kids? That make you feel like a big man?

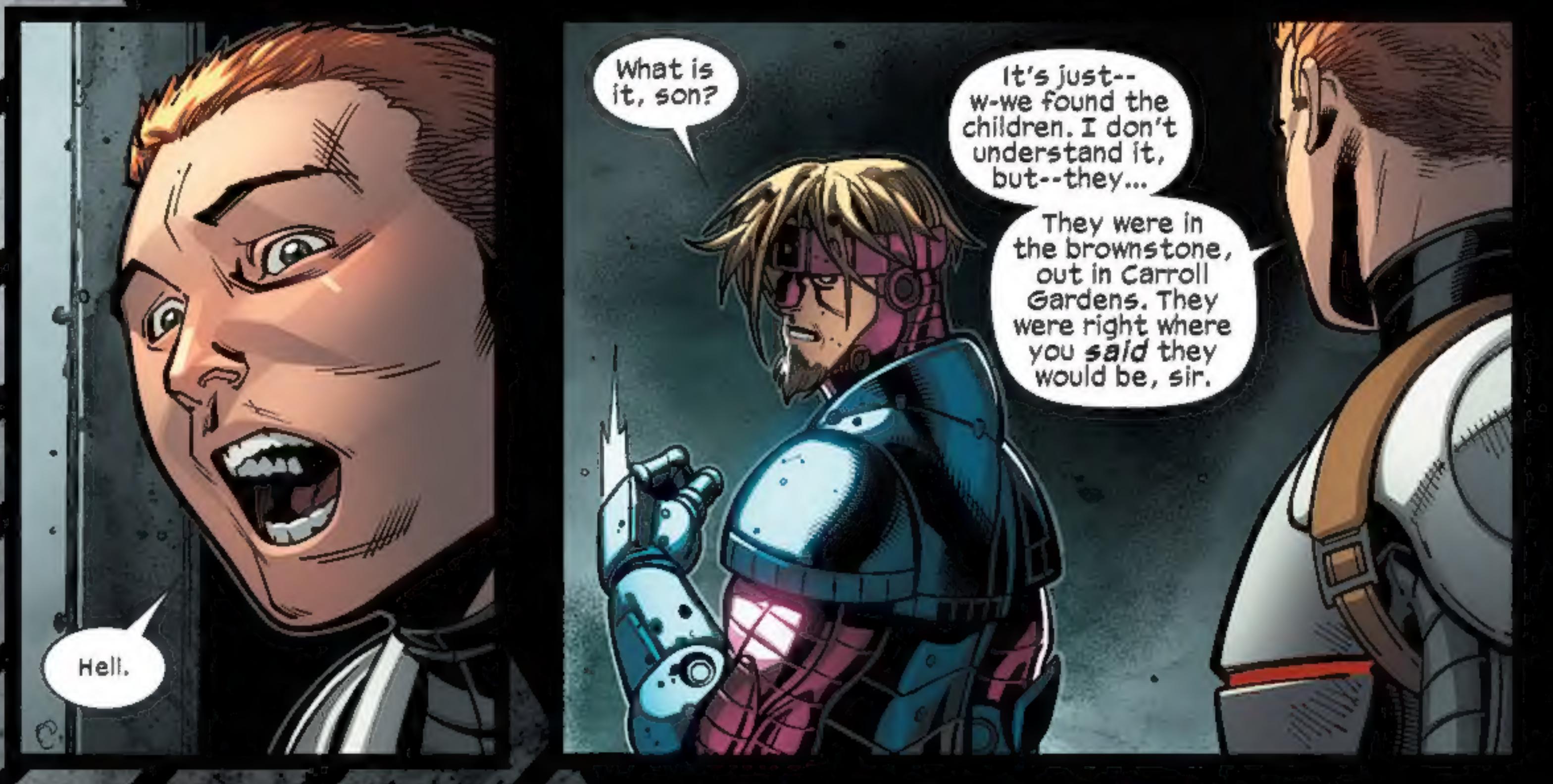


I just  
wanted to give  
you the chance  
to atone for  
your sins.



Reverend  
Stryker, we  
found--





## EGYPT

People don't like tomorrow.

When they're scared, when everything starts moving too fast for them, they want to look to the past, not the future.

Every new threat to our security is answered with a call to remember the triumphs of our *history*. Every great revolution of *science* is answered by a mass movement back towards *religion*.

The more frightening what comes *next* is, the more we look back at what *once was*. We call out to the ghosts of yesterday to save us from the dangers of tomorrow.

So with the world going up in flames all around us, with the end of everything so close at hand--and a bunch of would-be *prophets* and *priests* crying out to the God of their forefathers for *salvation* and *vengeance*...

Imagine our surprise when *He* finally answered.

TO BE CONTINUED...

# Q&A WITH PACO MEDINA

Favorite character to draw?

I would say that Kitty and Rogue are the definite winners! Yet I'm starting to really like villains. I never had the chance before to draw Pietro and he is a fabulous character!

Any characters you're hoping to draw?

I'm a big Marvel fan, I love its characters so this question is really difficult, but I love Banshee! Nick, I want Banshee in Ultimate Comics X-Men!

How are your X-Men going to be different than what's come before?

This series focuses on the younger characters, and over their heads rests the future of the Ultimate Universe. Secrets will be revealed and they will change our concept of what it is to be a mutant. This series marks the beginning of a brand-new Ultimate Universe. And Nick Spencer is great. I feel he is perfect for this book because his vision is not only fresh, but totally mature and solid. Honestly I've been amazed with each script.

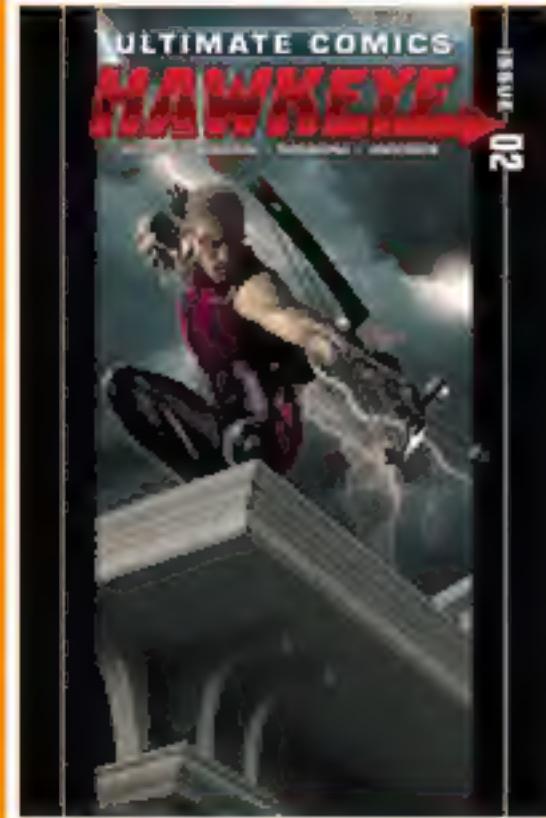
What are you most excited about in the new Ultimate Comics X-Men?

Wow...everything! Our readers will truly enjoy the book, it's amazing.

## NEXT:



## ON SALE NOW!



EMAIL THE EDITORS AT: [ULTIMATEOFFICE@MARVEL.COM](mailto:ULTIMATEOFFICE@MARVEL.COM) MAKE SURE YOU MARK IT 'OK TO PRINT'

# ULTIMATE COMICS X-MEN #3



**Available November 2011 on the Marvel Comics App  
and at Your Local Comic Shop**

To find a comic shop near you visit [www.comicshoplocator.com](http://www.comicshoplocator.com)

**MARVEL**

TM & © 2011 Marvel